

## **New York State Environmental Facilities Corporation**

Meeting of the Board of Directors

Thursday, December 9, 2021

### **Meeting Minutes**

(Approved at the January 13, 2022 Board Meeting)

A meeting of the Board of Directors was held on December 9, 2021, by the use of videoconferencing, in accordance with the Corporation's Bylaws and Ch. 417, L. 2021, Part E §1 of the Laws of New York. A quorum of the Directors was present as indicated:

#### **Ex Officio Member Designees:**

Jeffrey Stefanko, Designated Representative of the Commissioner of Environmental Conservation

Roger Sokol, Designated Representative of the Commissioner of Health

James Leary, Designated Representative of the Secretary of State

#### **Independent Members:**

Francis T. Corcoran

Vita DeMarchi

Charles Kruzansky

Adam Zurofsky

#### **EFC Staff:**

Maureen A. Coleman, President & CEO

George N. Cholakakis, Acting General Counsel

Brian McClintock, Director of Public Finance

Brian McEvoy, Director of Equity Finance

Michael P. Hale, Senior Counsel & SRF Application Coordinator

Thomas E. Baines, Secretary to the Corporation and Senior Policy Advisor

William Brizzell, Director of Engineering and Program Management

Maureen L. McGrath, Director of Administration and Corporate Operations

Brian McGuire, Senior Manager, Contracts and Procurement

Albert Schnide, Controller

Michael Roizman, Assistant Director (IT)

Bernadette Futia, Information Technology Coordinator III

Kate S. Howard, Associate Counsel

Derek Sellman, Deputy General Counsel

Wileen Chick, Chief Risk Officer

#### **Other Attendees:**

David Phillips, P.E., Chief, Design Section, NYSDOH

John Williams, Vice President, Policy and Regulatory Affairs, NYSERDA

1. Roll call and declaration of quorum - The meeting was called to order by the Chair of the Board at 11:37 a.m. Roll call was taken by the Secretary, a quorum was declared present, and the Chair proceeded with the business of the meeting.

2. Approval of Continuation of Delegations of Authority (James Leary and Roger Sokol)- New York State Commissioner of Health Mary T. Bassett, M.D., M.P.H., executed a Continuation of Delegations of Authority, dated December 1, 2021, which ratifies all delegations of authority given or ratified by her predecessor Howard Zucker, M.D., J.D. Acting Secretary of State Brendan C. Hughes, executed a Continuation of Designations and Delegations of Authority, dated December 3, 2021, which reaffirmed the continuing validity of all designations and delegations of authority issued by his predecessor Secretary Rossana Rosado.

Upon motion by Mr. Kruzansky and seconded by Mr. Corcoran, the Directors voted unanimously to approve both Dr. Bassett's continued designation of Roger Sokol to serve as the Commissioner of Health's designee, in her absence, at the Corporation's Board meetings and then Acting Secretary Hughes' continued designation of James Leary to serve as the Secretary of State's designee, in his absence, at the Corporation's Board meetings. Mr. Sokol and Mr. Leary abstained from voting. Following acceptance and approval of their delegations, Mr. Sokol and Mr. Leary participated in their capacities as designees for the remainder of the meeting.

3. Approval of the Draft Minutes from the November 4, 2021 Board Meeting - Upon motion by Mr. Sokol and seconded by Mr. Leary, the minutes from the November 4, 2021 meeting were unanimously approved (Ms. DeMarchi abstained since she was not present at the November 4, 2021 meeting).
4. Report of the Chair – No Chair's Report.
5. President's Report –
  - i. 2021B Closing - Ms. Coleman announced that the Series 2021B Pool Financing closed in the morning of December 9, 2021.
  - ii. WIIA/IMG Applications - Ms. Coleman gave a status update regarding how many WIIA/IMG applications were received by the November 22, 2021 submission deadline.
  - iii. Ms. Coleman gave an update regarding the federal Infrastructure Investment and Jobs Act/Justice 40 Initiative and EFC's on-going efforts in preparation to receive the large influx of funding from the federal government.
  - iv. 2022 Draft Board Meeting Calendar - Ms. Coleman reviewed the draft 2022 Board & Committee meeting calendar.
  - v. Officer Appointments/ Staffing – Ms. Coleman announced the staffing changes as listed below:
    - Michael Hale – appointed Executive Vice President of the Corporation (Approval of Mr. Hale's appointment is the subject of (I.D. No. 1, Resolution 2875)
    - Wileen Chick - appointed to Chief Risk Officer

- George Cholakakis – will remain as Acting General Counsel
- Derek Sellman – promoted to Deputy General Counsel
- Brian McEvoy – title changed to Director of Equity Finance
- Brian McClintock – promoted to Director of Public Finance
- Bill Brizzell – promoted to Director of Engineering and Program Management
- Kaitlin Penner – promoted to Deputy Director of Engineering & Program Management

6. Committee Reports –

The Audit Committee met on December 9, 2021 prior to the Board meeting. Mr. Kruzansky, the Chair of the committee, provided a report to the Board on the matters discussed at the meeting:

- The Audit Committee approved the June 24, 2021 draft meeting minutes.
- The Audit Committee reviewed the Quarterly Financial Reports and the Proposed 2022-2023 Fiscal Year Draft Budget and Financial Plan of the Corporation.
- It is the recommendation of the Audit Committee that the Proposed 2022-2023 Fiscal Year Draft Budget and Financial Plan of the Corporation be accepted and approved by the full Board upon the presentation of I.D. No. 2, Resolution No. 2876, on the Board meeting agenda.

7. Unfinished Business – No Unfinished business discussed.

8. Resolutions

**Resolution No. 2875**

Following its introduction by the Secretary, Ms. DeMarchi moved for adoption of the resolution and the motion was seconded by Mr. Kruzansky. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION APPROVING THE APPOINTMENT OF EXECUTIVE VICE PRESIDENT OF THE CORPORATION**

**Resolution No. 2876**

Following its introduction by the Secretary, Mr. Kruzansky moved for adoption of the resolution and the motion was seconded by Mr. Corcoran. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION APPROVING THE PROPOSED 2022-2023 FISCAL YEAR DRAFT BUDGET AND FINANCIAL PLAN OF THE CORPORATION**

**Resolution No. 2877**

Following its introduction by the Secretary, Mr. Sokol moved for adoption of the resolution and the motion was seconded by Mr. Corcoran. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AUTHORIZING CERTAIN OFFICERS AND EMPLOYEES OF THE CORPORATION TO**

**UNDERTAKE CERTAIN BANKING TRANSACTIONS WITH APPROPRIATE FINANCIAL INSTITUTIONS**

**Resolution No. 2878**

Following its introduction by the Secretary, Ms. DeMarchi moved for adoption of the resolution and the motion was seconded by Mr. Leary. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION WITH RESPECT TO THE UPDATE AND APPROVAL OF THE INVESTMENT GUIDELINES OF THE CORPORATION**

**Resolution No. 2879**

Following its introduction by the Secretary, Mr. Corcoran moved for adoption of the resolution and the motion was seconded by Mr. Sokol. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AMENDING THE PRIOR AUTHORIZATIONS FOR FINANCIAL ASSISTANCE TO BE PROVIDED BY THE CORPORATION TO CERTAIN RECIPIENTS IN CONNECTION WITH THE DRINKING WATER STATE REVOLVING FUND**

**Resolution No. 2880**

Following its introduction by the Secretary, Mr. Sokol moved for adoption of the resolution and the motion was seconded by Mr. Zurofsky. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION MAKING CERTAIN DETERMINATIONS AND AUTHORIZING CERTAIN ACTIONS IN CONNECTION WITH THE DRINKING WATER STATE REVOLVING FUND AND AUTHORIZING FINANCIAL ASSISTANCE PAYMENTS TO CERTAIN MUNICIPALITIES TO FUND ELIGIBLE DRINKING WATER PROJECTS FROM FUNDS APPROPRIATED FOR THE NEW YORK STATE WATER INFRASTRUCTURE IMPROVEMENT ACT**

**Resolution No. 2881**

Following its introduction by the Secretary, Mr. Sokol moved for adoption of the resolution and the motion was seconded by Mr. Corcoran. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AMENDING THE PRIOR AUTHORIZATIONS FOR FINANCIAL ASSISTANCE TO BE PROVIDED BY THE CORPORATION TO CERTAIN RECIPIENTS IN CONNECTION WITH THE CLEAN WATER STATE REVOLVING FUND**

**Resolution No. 2882**

Following its introduction by the Secretary, Mr. Corcoran moved for adoption of the resolution and the motion was seconded by Mr. Kruzansky. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION**

**MAKING CERTAIN DETERMINATIONS AND AUTHORIZING CERTAIN ACTIONS IN CONNECTION WITH THE CLEAN WATER STATE REVOLVING FUND AND AUTHORIZING FINANCIAL ASSISTANCE PAYMENTS TO CERTAIN MUNICIPALITIES TO FUND ELIGIBLE CLEAN WATER PROJECTS FROM FUNDS APPROPRIATED FOR THE NEW YORK STATE WATER INFRASTRUCTURE IMPROVEMENT ACT**

**Resolution No. 2883**

Following its introduction by the Secretary, Ms. DeMarchi moved for adoption of the resolution and the motion was seconded by Mr. Sokol. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

**A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AUTHORIZING FINANCIAL ASSISTANCE PAYMENTS TO SELECTED MUNICIPALITIES TO FUND ELIGIBLE INTERMUNICIPAL WATER INFRASTRUCTURE PROJECTS FROM FUNDS APPROPRIATED FOR THE CLEAN WATER INFRASTRUCTURE ACT OF 2017**

9. New Business – At the request of Mr. Kruzansky, John Williams of NYSERDA gave a presentation on alternative emergency energy solutions. Mr. Williams discussed possible solutions to reduce the carbon footprint of wastewater treatment plants explaining the costs to the municipalities and impacts to the environment.
10. Executive Session and Adjournment

The Chair called for a motion to enter Executive Session pursuant to Public Officers Law Section 105 (1)(d) and (f) to discuss proposed, pending, or current litigation and matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or persons. Mr. Corcoran so moved, the motion was seconded by Ms. DeMarchi, and the Board voted unanimously to enter Executive Session. The Board of Directors entered Executive Session at 1:22 p.m.

Upon motion by Mr. Corcoran and seconded by Mr. Kruzansky, the Board meeting was adjourned at 1:49 p.m.

BY: \_\_\_\_\_ /s/  
Thomas E. Baines  
**SECRETARY TO THE CORPORATION**